

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TSI Fit Acquisition, LLC		05/17/2013	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	TSI Holdings (IP), LLC		
Street Address:	5 Penn Plaza, 4th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10001		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3120276	FITCORP	
CORRESPONDENCE DATA			
Fax Number:	2124255288		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(212) 425-7200		
Email:	tmdocketny@kenyon.com		
Correspondent Name:	James E. Rosini, Esq.		
Address Line 1:	One Broadway		
Address Line 4:	New York, NEW YORK 10004		
ATTORNEY DOCKET NUMBER:	15564/1059		
NAME OF SUBMITTER:	James E. Rosini, Esq.		
Signature:	/James E. Rosini/		

OP \$40.00 3120276

Date:

07/08/2013

Total Attachments: 3

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ASSIGNMENT OF TRADEMARK

THIS ASSIGNMENT OF TRADEMARK ("Assignment") is effective as of the 17th day of May, 2013 (the "Effective Date"), from TSI FIT ACQUISITION, LLC, a Delaware limited liability company ("ASSIGNOR"), to TSI HOLDINGS (IP), LLC, a Delaware limited liability company ("ASSIGNEE").

WHEREAS, ASSIGNOR is the owner of the registered trademark described on Exhibit A attached hereto and incorporated herein by reference (the "Mark"), together with the goodwill associated therewith; and

WHEREAS, ASSIGNOR desires to convey, transfer, assign and deliver to ASSIGNEE all of its right, title and interest in and to the Mark, together with the goodwill associated therewith.

NOW, THEREFORE, in consideration of the payment of legally sufficient, good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby conveys, transfers, assigns and delivers to ASSIGNEE all of ASSIGNOR'S right, title and interest in and to the Mark, together with the goodwill associated with the Mark.

ASSIGNOR further covenants that it will execute all documents, papers, forms and authorizations and take all other actions that may be necessary for securing, completing, or vesting in ASSIGNEE full right, title and interest in and to the Mark.

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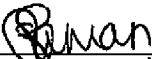
[Signature on Following Page]

IN WITNESS WHEREOF, ASSIGNOR has duly executed and delivered this Assignment as of
the Effective Date set forth above.

ASSIGNOR:

TSI FIT ACQUISITION, LLC

Witness:


Name: Sadia Zaman
Title: Exec Ass.



Name: David Kastin
Title: SVP

EXHIBIT A

Registered Trademark

<u>Trademark</u>	<u>Registration Number</u>
Fitcorp	3120276